

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

| | | |
|--|---|--------------------------------|
| In re: | : | |
| | : | Chapter 11 |
| SEARS HOLDINGS CORPORATION, et al., | : | |
| | : | Case No. 18-23538 (RDD) |
| | : | |
| Debtors.¹ | : | (Jointly Administered) |

AFFIDAVIT OF SERVICE

I, Noa Marcus, depose and say that I am employed by Prime Clerk LLC (“*Prime Clerk*”), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On December 1, 2020, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served (1) by the method set forth on the Fee Application Service List attached hereto as Exhibit A; and (2) via First Class Mail on the Notice Parties Service List attached hereto as Exhibit B:

- Twenty-Fifth Monthly Fee Statement of Akin Gump Strauss Hauer & Feld LLP for Professional Services Rendered and Disbursements Incurred as Counsel to the Official Committee of Unsecured Creditors for the Period of October 1, 2020 through October 31, 2020 [Docket No. 9133]

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innoval Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Dated: December 8, 2020

/s/ Noa Marcus
Noa Marcus

State of New York
County of New York

Subscribed and sworn to (or affirmed) before me on December 8, 2020, by Noa Marcus,
approved to me on the basis of satisfactory evidence to be the person who appeared before me.

/s/ JAMES A. MAPPLETHORPE
Notary Public, State of New York
No. 01MA6370846
Qualified in New York County
Commission Expires February 12, 2022

Exhibit A

Fee Application Service List

Served as set forth below

| NAME | NOTICE NAME | ADDRESS 1 | ADDRESS 2 | CITY | STATE | POSTAL CODE | EMAIL | METHOD OF SERVICE |
|--|--|---------------------------------|--------------------------------|-----------------|-------|-------------|--|----------------------------|
| Akin Gump Strauss Hauer & Feld LLP | Attn: Ira S. Dizengoff, Philip C. Dublin, Abid Qureshi, Sara L. Brauner | | | | | | idizengoff@akingump.com; pdublin@akingump.com; aquireshi@akingump.com; sbrauner@akingump.com | Email |
| Ballard Spahr LLP | Attn: David L. Pollack, Vincent J. Marriott, III | 52nd Floor - Mellon Bank Center | 1735 Market Street | Philadelphia | PA | 19103 | pollack@ballardspahr.com, marriott@ballardspahr.com | First Class Mail and Email |
| Ballard Spahr LLP | Attn: Leslie C. Heilman, Matthew G. Summers, Tobey M. Daluz, Laurel D. Roglen, Chantelle D. McClamb | 919 N. Market Street | 11th Floor | Wilmington | DE | 19801 | heilmnl@ballardspahr.com; summersm@ballardspahr.com; daluzt@ballardspahr.com; roglenl@ballardspahr.com; mcclambc@ballardspahr.com | First Class Mail and Email |
| Ballard Spahr LLP | Attn: Paul E. Harner | 1675 Broadway | 19th Floor | New York | NY | 10019-5820 | harnerp@ballardspahr.com; kutnera@ballardspahr.com | First Class Mail and Email |
| Chambers of Honorable Robert D. Drain | Sears Chambers Copy | US Bankruptcy Court SDNY | 300 Quarropas Street, Room 248 | White Plains | NY | 10601 | | Overnight Mail |
| Office of The United States Trustee for Region 2 | Attn: Paul Schwartzberg, Richard Morrissey | 201 Varick St. | Suite 1006 | New York | NY | 10014 | richard.morrissey@usdoj.gov; paul.schwartzberg@usdoj.gov | Overnight Mail and Email |
| Sears Holding Corporation | Attn: Stephen Sitley Esq., Luke J. Valentino, Esq., Rob Riecker | 3333 Beverly Road | | Hoffman Estates | IL | 60179 | rob.riecker@searshc.com; luke.valentino@searshc.com | First Class Mail and Email |
| Skadden, Arps, Slate, Meagher & Flom LLP | Attn: Paul Leake, Esq., Shana Elberg, Esq., and George R. Howard, Esq. | | | | | | Paul.Leake@skadden.com; Shana.Elberg@skadden.com; George.Howard@skadden.com | Email |
| Weil, Gotshal & Manges LLP | Attn: Ray C. Schrock, P.C., Jacqueline Marcus, Garrett A. Fail, Sunny Singh, Jared R. Friedmann, Jessie B. Mishkin, Esq. | | | | | | ray.schrock@weil.com; garrett.fail@weil.com; jacqueline.marcus@weil.com; sunny.singh@weil.com; JeriLeigh.Miller@weil.com; jessica.liou@weil.com; Paloma.VanGroll@weil.com; Jared.Friedmann@weil.com; Jessie.Mishkin@weil.com | Email |

Exhibit B

Exhibit B

Notice Parties Service List

Served via First Class Mail

| NAME | NOTICE NAME | ADDRESS 1 | ADDRESS 2 | CITY | STATE | POSTAL CODE |
|--|--|------------------|-----------|----------|-------|-------------|
| Weil, Gotshal & Manges LLP | Attn: Ray C. Schrock, Jacqueline Marcus, Garrett A. Fail, and Sunny Singh | 767 Fifth Avenue | | New York | NY | 10153 |
| Skadden, Arps, Slate, Meagher & Flom LLP | Attn: Paul D. Leake, Shana A. Elberg, and George R. Howard | 4 Times Square | | New York | NY | 10036 |